

# **EXHIBIT B**

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

Civil Action No. 1:17-cv-02246

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CYNTHIA RUSSO, et al.,  
Plaintiffs,

-against-

WALGREEN CO.,  
Defendant.

- - - - -x

Virtual Zoom Deposition

May 4, 2023

9:00 a.m.

CONFIDENTIAL DEPOSITION of JOHN W.  
HANIFIN, in the above-entitled action, held at  
the above time and place, taken before Jeremy  
Richman, a Shorthand Reporter and Notary  
Public of the State of New York, pursuant to  
the Federal Rules of Civil Procedure, and  
stipulations between Counsel.

\* \* \*

1 CONFIDENTIAL - HANIFIN

2 MS. COLEMAN: Same objection.

3 Q. Obstacles exist in terms of  
4 their relative difficulty on a  
5 spectrum; is that right?

6 MS. COLEMAN: Objection to  
7 form.

8 A. I don't know that that's  
9 true. That's -- I guess, yeah, I guess  
10 the answer would be yes. Some  
11 obstacles are bigger than others;  
12 obviously, there's mountains, and then  
13 there's mole hills.

14 Q. And I was going to say they  
15 might range from relatively  
16 insignificant, these obstacles, from an  
17 analytical standpoint, to potentially  
18 insurmountable, yes?

19 A. Yes.

20 Q. You would agree that another  
21 example of an obstacle in the context  
22 of Walgreens PSC would include a  
23 consumer's taking their prescription to  
24 a Walgreens pharmacy to be filled, yes?

25 A. That's not necessarily an

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2           obstacle to PSC. That's an obstacle to  
3           filling a prescription.

4           Q.       Mm-hmm. But to filling a  
5           prescription at a Walgreens store, that  
6           would be an obstacle, correct?

7           A.       I mean, as a consumer, I  
8           think it's an obstacle for somebody  
9           filling a prescription at any pharmacy,  
10          whether it's Walgreens or another one.

11          Q.       Would it be accurate to say  
12          -- strike that.

13                   Okay. But if Walgreens or  
14          any other pharmacy already has the  
15          consumer's prescription, then that  
16          reduces, from an analytical  
17          perspective, the significance of that  
18          obstacle, correct?

19                   MS. COLEMAN: Objection to  
20          form.

21          A.       I don't think that's  
22          necessarily true. They, the person  
23          still has to go through some effort,  
24          whether it's walking in the store or  
25          driving through a line. So I guess I

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2 would say no.

3 Q. I appreciate that, but that  
4 wasn't my question.

5 A. Then --

6 Q. My question was, we're  
7 talking about a specific obstacle,  
8 which you identified as filling a  
9 prescription at a pharmacy, and I was  
10 suggesting that the choice of where to  
11 fill that pharmacy, fill that  
12 prescription, excuse me, that  
13 particular obstacle is reduced in  
14 significance, from an analytical  
15 standpoint, if the pharmacy already has  
16 the prescription, correct?

17 MS. COLEMAN: Objection to  
18 form.

19 A. I would agree.

20 Q. In the context of Walgreens,  
21 if Walgreens has that prescription  
22 information, then the obstacle we're  
23 talking about, taking a prescription to  
24 Walgreens, would be relatively small,  
25 correct?

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2 MS. COLEMAN: Objection to  
3 form.

4 A. I don't think you can say,  
5 compare it, you can't say relative,  
6 it's just less than if they didn't have  
7 a prescription on file.

8 Q. Okay. So since you don't  
9 like my use of the word "relative" in  
10 that context, but you would agree there  
11 is a lesser significance to that  
12 obstacle than the pharmacist not having  
13 that prescription information, correct?

14 MS. COLEMAN: Objection to  
15 form.

16 A. If Walgreens has the  
17 prescription on file, it's probably  
18 easier for the consumer to fill it at  
19 Walgreens than to go to a competing  
20 pharmacy and have to start that process  
21 from the beginning.

22 Q. We may be saying the same  
23 thing, but I want to make sure that we  
24 are. So the obstacle we're talking  
25 about -- let's just jump back to the

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2 question.

3 MR. SHINGLER: Reporter, can  
4 you read back the question I asked  
5 previously?

6 (Requested portion of the  
7 record was read back.)

8 A. Correct.

9 Q. In other words, because the  
10 pharmacist already has the relevant  
11 information, the task of providing the  
12 information requires significantly less  
13 effort than the patient needing to  
14 affirmatively provide that information,  
15 correct?

16 MS. COLEMAN: Objection to  
17 form.

18 A. Correct.

19 Q. When it comes to a "obstacle"  
20 in the context of analyzing a loyalty  
21 program, every task or step facing a  
22 consumer is considered an obstacle,  
23 even where that task or step is not  
24 considered particularly meaningful to a  
25 consumer, correct?

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2 business situation that you mentioned,  
3 when did that occur?

4 A. I don't remember exactly --

5 Q. The deposition, I mean.

6 A. Sorry?

7 Q. The deposition I'm referring  
8 to.

9 A. Probably around 2005, right  
10 in that, actually a little earlier than  
11 that, yeah. It's been a while.

12 Q. And that was a civil or  
13 criminal matter?

14 A. Civil.

15 Q. Were you a party or an expert  
16 in that matter?

17 A. I was a party in that matter.

18 Q. What was the name of the  
19 business -- let me ask you differently,  
20 was this a business that you were  
21 involved in?

22 A. Yes.

23 Q. Were you an employee, or an  
24 owner of the business?

25 A. I was an owner of the



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2 business.

3 Q. What was the general context  
4 of the dispute?

5 A. Dispute over payment for  
6 goods and services.

7 Q. Were you the claimant in that  
8 case, or were you on the receiving end  
9 of that claim?

10 A. I was the receiver of that  
11 complaint.

12 Q. Did that circumstance result  
13 in a lawsuit?

14 A. Yes.

15 Q. Do you remember the name of  
16 the lawsuit?

17 A. No.

18 Q. Were you named individually?

19 A. No.

20 Q. The company that you owned  
21 was named as a party; is that correct?

22 A. That's what I recall.

23 Q. What was the name of that  
24 company?

25 A. It was AMPAC Aircraft

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2 finance from University of Virginia.

3 Q. Right. But my question was,  
4 this LinkedIn page indicates that,  
5 correct?

6 A. Yes, it does.

7 Q. And above that it references  
8 you worked for Visa as a product  
9 manager; is that correct?

10 A. That's correct.

11 Q. You agree with the  
12 description below that, that you led  
13 the development and deployment of  
14 Cobrasys, a software product designed  
15 to manage co-branded rewards programs  
16 for Visa member banks?

17 A. Yes, I do.

18 Q. And that was from  
19 December '97 to September 1999; is that  
20 correct?

21 A. That's correct.

22 Q. And then you left Visa and  
23 joined COLLOQUY; is that correct?

24 A. That's correct.

25 Q. What's the nature of

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2 to obtain the medication, correct?

3 MS. COLEMAN: Objection to  
4 form, objection to scope.

5 A. Again, that's not part of my  
6 opinion. I can't really comment on  
7 that definitively.

8 Q. But in your own experience,  
9 not only is a patient compelled by  
10 medical need to obtain a prescription,  
11 but they are required to give the  
12 pharmacy certain personal information  
13 as well in order to obtain the  
14 medication, correct?

15 MS. COLEMAN: Objection to  
16 scope.

17 A. It's not part of my opinion  
18 to look at that.

19 Q. I didn't ask you that, I  
20 asked you in your experience.

21 A. You're asking me as a human  
22 being, as a consumer?

23 Q. Yes.

24 A. It's my experience that I  
25 have to give personal information to

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2 the pharmacist, or they have it on  
3 file, for me to fill a prescription.

4 Q. All right. So I'm going to  
5 try one more time so I have a real  
6 clean record.

7 In your personal experience,  
8 not only is a patient compelled by  
9 medical need to obtain a prescription,  
10 but they're required to give the  
11 pharmacy personal information as well,  
12 in order to obtain the medication,  
13 correct?

14 MS. COLEMAN: Objection to  
15 form.

16 A. Correct.

17 Q. It's your understanding that  
18 Walgreens generally makes the PSC offer  
19 or membership in the PSC program  
20 available to anyone filling  
21 prescriptions at Walgreens, right?

22 MS. COLEMAN: Objection to  
23 form.

24 A. It's my understanding that  
25 they make the offer to their entire

CERTIFICATION

I, JEREMY RICHMAN, a Notary Public for and within the State of New York, do hereby certify:

That the witness whose testimony as herein set forth, was duly sworn by me; and that the within transcript is a true record of the testimony given by said witness.

I further certify that I am not related to any of the parties to this action by blood or marriage, and that I am in no way interested in the outcome of this matter.

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of May, 2023.

A handwritten signature in dark ink, appearing to read 'Jeremy Richman', with a long horizontal flourish extending to the right.

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JEREMY RICHMAN